

**UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO**

**In re**

**THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,**

As a representative of

**THE COMMONWEALTH OF PUERTO RICO  
*et al.*,**

**Debtors.<sup>1</sup>**

) **PROMESA**

) **Title III**

) **No. 17 BK 3283-LTS**

) **(Jointly Administered)**

) **Re:** ECF Dkt. Nos. 9275, 17587, 17589,  
) 17591, 17594, 17596, 19689, 19690, 19692,  
) 19694, 19696, 21056, 20994, 21036, 21037,  
) 21517, 21519

) Case No. 17-3566 Dkt. Nos. 1194, 1294

) Case No. 17-3567 Dkt. No. 1056, 1120

) Case No. 17-4780 Dkt. No. 2573, 2678

) Case No. 19-5523 Dkt. No. 166, 267

) **Hearing date:** September 21, 2022, at 9:30  
) a.m. (AST)

**FEE EXAMINER’S REPORT ON UNCONTESTED PROFESSIONAL FEE MATTERS  
FOR CONSIDERATION IN CONNECTION WITH THE  
SEPTEMBER 21, 2022, OMNIBUS HEARING**

**I. STATUS REPORT ON INTERIM AND FINAL FEE REVIEW PROCESS  
IN LIGHT OF PRRADA AND POTENTIAL HTA PLAN  
CONFIRMATION**

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<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the: (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and, (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

**II. SUMMARY OF UNCONTESTED FEE APPLICATIONS FOR THE FIFTEENTH INTERIM (FEBRUARY 1, 2022-MAY 31, 2022) AND PRIOR COMPENSATION PERIODS**

**III. NOTICE OF DEFERRAL OF SPECIFIC FEE APPLICATIONS FOR CONSIDERATION AT THE NOVEMBER 2, 2022, OMNIBUS HEARING OR A LATER DATE**

TO: HON. LAURA TAYLOR SWAIN,  
UNITED STATES DISTRICT JUDGE

**STATUS REPORT ON INTERIM AND FINAL FEE REVIEW PROCESS IN LIGHT OF PRRADA AND POTENTIAL HTA PLAN CONFIRMATION**

This Court entered the *Third Amended Order Setting Procedures for Interim and Final Compensation and Reimbursement of Expenses of Professionals* [Dkt. No. 20546] (the “**Third Amended Compensation Order**”) on April 12, 2022. On June 24, 2022, the Court entered the *Order on Motion of the United States Trustee for Amendment of the Third Amended Order Setting Procedures for Interim and Final Compensation and Reimbursement of Expenses of Professionals (ECF No. 20546)* [Dkt. No. 21334] (the “**Order Further Amending Third Amended Compensation Order**”), granting an extension of time until August 15, 2022, for the U.S. Trustee to review, to comment informally on, or to object to any professional’s disclosures pursuant to the *Puerto Rico Recovery Accuracy in Disclosures Act* [“**PRRADA**”].

On August 15, 2022, the U.S. Trustee filed *The United States Trustee’s Comment and Related Status Report on the Verified Statements of Connections filed by Professionals Under the Puerto Rico Recovery Accuracy in Disclosures Act* [Dkt. No. 21840] (the “**U.S. Trustee PRRADA Status Report**”). On August 23, 2022, the Court entered the *Order to Show Cause Regarding Non-Compliance with the Puerto Rico Recovery Accuracy in Disclosures Act and the Court’s Orders Related Thereto* [Dkt. No. 21902]—directing the professionals that had not yet filed PRRADA disclosures to explain. After most professionals had responded, the Court entered the September 6, 2022 *Order Concerning Non-Compliance with the Puerto Rico*

*Recovery Accuracy in Disclosures Act and the Court's Orders Related Thereto* [Dkt. 22062]

(The “**PRRADA Non-Compliance Order**”). The PRRADA Non-Compliance Order reminded Non-Disclosing Professionals<sup>2</sup> that: 1) any and all fees and expenses paid to professionals under the Interim Compensation Procedures are subject to disgorgement until final allowance by the Court; and that: 2) PROMESA (as amended by PRRADA) prohibits compensation to professionals that have not filed required PRRADA disclosures.<sup>3</sup>

With many—though not all—PRRADA disclosure issues resolved, the Fee Examiner has developed an updated preferred schedule for completing the final Title III fee review process in the Commonwealth, ERS, PBA, and HTA proceedings. *Subject to further revision based on the timing of the HTA plan confirmation order, Attachment 1* sets forth the anticipated fee review timeline, subject to two important caveats:

1. Whether they have completed the PRRADA disclosure process or not, pursuant to 5(b) of the Third Amended Compensation Order, “no Professional shall file a Final Fee Application until the Fee Examiner has recommended and the Court has ordered compensation on all of that Professional’s Interim Fee Applications.”<sup>4</sup>

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<sup>2</sup> Capitalized terms not otherwise defined shall have the meanings ascribed in the PRRADA Non-Compliance Order.

<sup>3</sup> Two Non-Disclosing Professionals have since obtained extensions of time to submit PRRADA disclosures. [Dkt. Nos. 22126, 22127].

<sup>4</sup> Exhibit D identifies eight Final Fee Applications recommended for deferral. Only professionals that have *both* completed the PRRADA disclosure process *and* completed the interim compensation process should file final fee applications. The Fee Examiner will continue to recommend the deferral of any final fee application that does not meet these criteria.

2. Professionals that have not completed the PRRADA disclosure process may not file further interim *or* final fee applications until the U.S. Trustee has determined their compliance with PRRADA.<sup>5</sup>

In the meantime, the Fee Examiner and counsel have continued to review the interim fee applications of PRRADA-compliant professionals for fee periods through and including the **Fifteenth Interim Fee Period** (February 1-May 31, 2022). A subset of those applications is recommended for Court approval with this report.

### **FIFTEENTH INTERIM (AND PRIOR) FEE PERIOD APPLICATIONS**

With this report, the Fee Examiner:

- Recommends Court approval of the interim fee applications detailed on **Exhibit A**; and

- Notifies the Court, consistent with paragraphs 2.h and 2.k of the Third Amended Compensation Order, that the Fee Examiner and the applicants listed on **Exhibit B** and **Exhibit C** are in productive discussions and—to continue their dialogue—have agreed to adjourn consideration of these fee applications to the November 2, 2022, omnibus hearing, or another date convenient for the Court.

- Notifies the Court, consistent with paragraph 5.b of the Third Amended Compensation Order, that the final fee applications listed on **Exhibit D** will be adjourned until the applicants have substantially completed both the PRRADA disclosure process and the interim fee process.

Several of the applications listed on the exhibits reflect a review and negotiation process that combined interim compensation periods. The combination did not affect the process itself or the applicable standards, but it did streamline both review and negotiation—permitting overall resolution, rather than resolution category-by-category of identified billing issues. Some

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<sup>5</sup> The U.S. Trustee PRRADA Status Report, at page 5, identifies four professionals with pending interim fee applications that have not completed the PRRADA disclosure process. Those applications—all recommended for deferral—are identified with purple highlighting on Exhibit B.

identified billing issues, including rate increases, staffing efficiency, and electronic research services, for example—are ultimately accumulating metrics and will necessarily be part of the final fee review process.

### **RELIEF REQUESTED**

Once again in the continued absence of any objection, the Fee Examiner recommends that the Court approve, under PROMESA sections 316 and 317, the applications listed on **Exhibit A** and permit the deferral of the applications listed on **Exhibits B, C and D** to the omnibus hearing scheduled for November 2, 2022, or a later date. Attached to this report as **Attachment 2** is a proposed order consistent with the recommendations above, should the Court wish to enter it in advance of the upcoming omnibus hearing.

Dated: September 14, 2022.

**WE HEREBY CERTIFY** that on this date, we electronically filed the foregoing report with the Clerk of the Court using the CM/ECF system that will send notification of such filing to all attorneys of record registered in the use of the CM/ECF system.

EDGE Legal Strategies, PSC

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# EXHIBIT A

In re: The Financial Oversight and Management Board for Puerto Rico, as a representative of  
The Commonwealth of Puerto Rico, et al.  
PROMESA Title III No. 17 BK 3283-LTS

**Fifth - Fifteenth Recommended Fee Period Applications:**

|   | Applicant  | Compensation Period    | Interim Fees Requested | Fee Examiner's Recommended Fee Adjustments | Interim Expenses Requested | Fee Examiner's Recommended Expense Adjustments |              | Interim Fees Recommended for Approval | Interim Expenses Recommended for Approval |
|---|--|------------------------|------------------------|--|----------------------------|--|--------------|---------------------------------------|---|
| <b>Fifth Interim Fee Period (October 1, 2018 - January 31, 2019)</b>      |  |                        |                        |  |                            |  |              |                                       |   |
|   | <i>Debtors' Consultant</i>   |                        |                        |  |                            |  |              |                                       |   |
| 1   | <b>Deloitte Consulting LLP [Dkt. No. 9275]</b>                                 | 10/01/2018 - 1/31/2019 | \$ 1,757,608.44        | \$ 101,942.58                              | \$ 304,050.65              | \$ 40,722.87                                   |              | \$ 1,655,665.86                       | \$ 263,327.78                             |
| <b>Eleventh Interim Fee Period (October 1, 2020 - January 31, 2021)</b>   |  |                        |                        |  |                            |  |              |                                       |   |
|   | <i>Counsel to Debtors - Commonwealth</i>                                       |                        |                        |  |                            |  |              |                                       |   |
| 2-a   | <b>Proskauer Rose LLP [Dkt. No. 17587]</b>                                     | 10/1/2020 - 1/31/2021  | \$ 11,164,006.40       | \$ -                                       | \$ 438,081.14              | \$ 984.22                                      | <b>FN1,2</b> | \$ 11,164,006.40                      | \$ 437,096.92                             |
|   | <i>Counsel to Debtors - ERS</i>  |                        |                        |  |                            |  |              |                                       |   |
| 2-b   | <b>Proskauer Rose LLP [Dkt. No. 17589 and 17-3566 Dkt. No. 1194]</b>           | 10/1/2020 - 1/31/2021  | \$ 1,308,558.00        | \$ -                                       | \$ 141,875.63              | \$ -   | <b>FN1,2</b> | \$ 1,308,558.00                       | \$ 141,875.63                             |
|   | <i>Counsel to Debtors - HTA</i>  |                        |                        |  |                            |  |              |                                       |   |
| 2-c   | <b>Proskauer Rose LLP [Dkt. No. 17591 and 17-3567 Dkt. No. 1056]</b>           | 10/1/2020 - 1/31/2021  | \$ 1,790,417.60        | \$ -                                       | \$ 78,072.78               | \$ 238.00                                      | <b>FN1,2</b> | \$ 1,790,417.60                       | \$ 77,834.78                              |
|   | <i>Counsel to Debtors - PBA</i>  |                        |                        |  |                            |  |              |                                       |   |
| 2-d   | <b>Proskauer Rose LLP [Dkt. No. 17596 and 19-5523 Dkt. No. 166]</b>            | 10/1/2020 - 1/31/2021  | \$ 12,769.50           | \$ -                                       | \$ 344.00                  | \$ -   | <b>FN1,2</b> | \$ 12,769.50                          | \$ 344.00                                 |
|   | <i>Counsel to Debtors - PREPA</i>  |                        |                        |  |                            |  |              |                                       |   |
| 2-e   | <b>Proskauer Rose LLP [Dkt. No. 17594 and 17-4780 Dkt. No. 2573]</b>           | 10/1/2020 - 1/31/2021  | \$ 3,859,914.50        | \$ -                                       | \$ 129,277.60              | \$ -   | <b>FN1,2</b> | \$ 3,859,914.50                       | \$ 129,277.60                             |
| <b>Twelfth Interim Fee Period (February 1, 2021 - May 31, 2021)</b>       |  |                        |                        |  |                            |  |              |                                       |   |
|   | <i>Counsel to Debtors - Commonwealth</i>                                       |                        |                        |  |                            |  |              |                                       |   |
| 3-a   | <b>Proskauer Rose LLP [Dkt. No. 19689]</b>                                     | 2/1/2021 - 5/31/2021   | \$ 17,771,894.20       | \$ -                                       | \$ 972,661.56              | \$ 581.06                                      | <b>FN1,2</b> | \$ 17,771,894.20                      | \$ 972,080.50                             |
|   | <i>Counsel to Debtors - ERS</i>  |                        |                        |  |                            |  |              |                                       |   |
| 3-b   | <b>Proskauer Rose LLP [Dkt. No. 19696 and 17-3566 Dkt. No. 1294]</b>           | 2/1/2021 - 5/31/2021   | \$ 412,901.90          | \$ -                                       | \$ 25,150.15               | \$ -   | <b>FN1,2</b> | \$ 412,901.90                         | \$ 25,150.15                              |
|   | <i>Counsel to Debtors - HTA</i>  |                        |                        |  |                            |  |              |                                       |   |
| 3-c   | <b>Proskauer Rose LLP [Dkt. No. 19694 and 17-3567 Dkt. No. 1120]</b>           | 2/1/2021 - 5/31/2021   | \$ 1,189,185.20        | \$ -                                       | \$ 39,430.16               | \$ 361.35                                      | <b>FN1,2</b> | \$ 1,189,185.20                       | \$ 39,068.81                              |
|   | <i>Counsel to Debtors - PBA</i>  |                        |                        |  |                            |  |              |                                       |   |
| 3-d   | <b>Proskauer Rose LLP [Dkt. No. 19692 and 19-5523 Dkt. No. 267]</b>            | 2/1/2021 - 5/31/2021   | \$ 29,993.10           | \$ -                                       | \$ -                       | \$ -   | <b>FN1,2</b> | \$ 29,993.10                          | \$ -                                      |
|   | <i>Counsel to Debtors - PREPA</i>  |                        |                        |  |                            |  |              |                                       |   |
| 3-e   | <b>Proskauer Rose LLP [Dkt. No. 19690 and 17-4780 Dkt. No. 2678]</b>           | 2/1/2021 - 5/31/2021   | \$ 5,901,381.30        | \$ -                                       | \$ 184,992.83              | \$ 667.19                                      | <b>FN1,2</b> | \$ 5,901,381.30                       | \$ 184,325.64                             |
| <b>Fourteenth Interim Fee Period (October 1, 2021 - January 31, 2022)</b> |  |                        |                        |  |                            |  |              |                                       |   |
|   | <i>Puerto Rico Counsel to Official Committee of Unsecured Creditors</i>        |                        |                        |  |                            |  |              |                                       |   |
| 3   | <b>Casillas, Santiago &amp; Torres, LLC [Dkt. No. 21056]</b>                   | 10/1/2021 - 1/31/2022  | \$ 242,264.00          | \$ 40.00                                   | \$ 4,520.01                | \$ -   |              | \$ 242,224.00                         | \$ 4,520.01                               |
|   | <i>Communications Advisor to the Official Committee of Unsecured Creditors</i> |                        |                        |  |                            |  |              |                                       |   |
| 4   | <b>Kroma Advertising, Inc. [Dkt. No. 21036]</b>                                | 9/16/2021 - 1/15/2022  | \$ 20,000.00           | \$ -                                       | \$ -                       | \$ -   |              | \$ 20,000.00                          | \$ -                                      |
|   | <i>Information Agent to the Official Committee of Retired Employees</i>        |                        |                        |  |                            |  |              |                                       |   |
| 5   | <b>Marchand ICS Group [Dkt. No. 20994]</b>                                     | 10/1/2021 - 1/31/2022  | \$ 100,466.00          | \$ -                                       | \$ 8,820.82                | \$ -   |              | \$ 100,466.00                         | \$ 8,820.82                               |
|   | <i>Financial Advisor to the Official Committee of Unsecured Creditors</i>      |                        |                        |  |                            |  |              |                                       |   |
| 6   | <b>Zolfo Cooper, LLC [Dkt. No. 21037]</b>                                      | 10/1/2021 - 1/31/2022  | \$ 596,075.50          | \$ 282.03                                  | \$ -                       | \$ -   | <b>FN3</b>   | \$ 595,793.47                         | \$ -                                      |
| <b>Fifteenth Interim Fee Period (February 1, 2022 - May 31, 2022)</b>     |  |                        |                        |  |                            |  |              |                                       |   |
|   | <i>Member of the Official Committee of Unsecured Creditors</i>                 |                        |                        |  |                            |  |              |                                       |   |
| 7   | <b>M Solar Generating, LLC [Dkt. No. 21519]</b>                                | 5/1/2022 - 5/31/2022   | \$ -                   | \$ -                                       | \$ 1,556.60                | \$ -   |              | \$ -                                  | \$ 1,556.60                               |
|   | <i>Financial Advisor to the Official Committee of Unsecured Creditors</i>      |                        |                        |  |                            |  |              |                                       |   |
| 8   | <b>Zolfo Cooper, LLC [Dkt. No. 21517]</b>                                      | 2/1/2022 - 5/31/2022   | \$ 380,381.50          | \$ 63.24                                   | \$ -                       | \$ -   | <b>FN3</b>   | \$ 380,318.26                         | \$ -                                      |

**FN1** – Proskauer Rose LLP's eleventh interim applications all report—but do not request payment of—compensation constituting incremental fee amounts accrued during 2020 attributable to the firm's actual contractual entitlement to an annual rate increase (the "2020 Incremental Fees"). As part of a general compromise, not dependent on item-by-item adjustments, the professional has waived all rights with respect to the 2020 Incremental Fees incurred during the eleventh interim fee period (from October through December 2020), reported as totaling \$1,125,937.10. The Fee Examiner reserves his rights to recommend further adjustments to compensation requested in the final fee applications.

**FN2** - The Fee Examiner reserves his rights with respect to \$851,622.00 of vendor-provided electronic research charges. The professional retains all its rights in respect of its final fee application.

**FN3** - The Fee Examiner recommends that the foregoing stipulated fee reductions be included with the agreed overall 20 percent reduction in total fees sought by Zolfo Cooper, LLC as part of its final fee application, which fee application is subject to Court approval.



# EXHIBIT B

In re: The Financial Oversight and Management Board for Puerto Rico, as a representative of  
The Commonwealth of Puerto Rico, et al.  
PROMESA Title III No. 17 BK 3283-LTS

**Fifth - Fifteenth Fee Period Applications:**

| Applicant   | Compensation Period   | Interim Fees Requested | Fee Examiner's Recommended Fee Adjustments | Interim Expenses Requested | Fee Examiner's Recommended Expense Adjustments | Interim Fees Recommended for Approval | Interim Expenses Recommended for Approval |
|---|-----------------------|------------------------|--|----------------------------|--|---------------------------------------|---|
| <b>Fifth Interim Fee Period (October 1, 2018 - January 31, 2019)</b>  |                       |                        |  |                            |  |                                       |   |
| <i>Financial Advisors to Commonwealth</i>                             |                       |                        |  |                            |  |                                       |   |
| 1-a Ankura Consulting Group, LLC [Dkt. No. 8454]                      | 10/1/2018 - 1/31/2019 | \$ 3,223,148.50        |  | \$ 181,809.03              |  |                                       |   |
| <i>Financial Advisors to PREPA</i>                                    |                       |                        |  |                            |  |                                       |   |
| 1-b Ankura Consulting Group, LLC [17-4780 Dkt. No. 1137]              | 10/1/2018 - 1/31/2019 | \$ 3,080,936.50        |  | \$ 228,902.66              |  |                                       |   |
| <b>Sixth Interim Fee Period (February 1 - May 31, 2019)</b>           |                       |                        |  |                            |  |                                       |   |
| <i>Financial Advisors to Commonwealth</i>                             |                       |                        |  |                            |  |                                       |   |
| 2-a Ankura Consulting Group, LLC [Dkt. No. 12180]                     | 2/1 - 5/31/2019       | \$ 4,069,840.50        |  | \$ 219,612.81              |  |                                       |   |
| <i>Financial Advisors to PREPA</i>                                    |                       |                        |  |                            |  |                                       |   |
| 2-b Ankura Consulting Group, LLC [17-4780 Dkt. No. 1604]              | 2/1 - 5/31/2019       | \$ 2,890,183.50        |  | \$ 276,996.38              |  |                                       |   |
| <i>Counsel to FOMB</i>  |                       |                        |  |                            |  |                                       |   |
| 3 Gierbolini & Carroll Law Offices, PSC [Dkt. No. 8016]               | 2/1 - 5/31/2019       | \$ 19,504.00           |  | \$ 520.00                  |  |                                       |   |
| <i>Special Counsel to FOMB - PREPA</i>                                |                       |                        |  |                            |  |                                       |   |
| 4 Nixon Peabody LLP [Dkt. No. 9538]                                   | 2/1 - 5/31/2019       | \$ 371,931.00          |  | \$ -                       |  |                                       |   |
| <i>Investment Banker and Financial Advisor to FOMB</i>                |                       |                        |  |                            |  |                                       |   |
| 5 PJT Partners LP [Dkt. No. 8014]                                     | 2/1 - 5/31/2019       | \$ 5,000,000.00        |  | \$ 333.16                  |  |                                       |   |
| <b>Seventh Interim Fee Period (June 1 - September 30, 2019)</b>       |                       |                        |  |                            |  |                                       |   |
| <i>Financial Advisors to Commonwealth</i>                             |                       |                        |  |                            |  |                                       |   |
| 6-a Ankura Consulting Group, LLC [Dkt. No. 13725]                     | 6/1 - 9/30/2019       | \$ 5,355,672.59        |  | \$ 309,366.13              |  |                                       |   |
| <i>Financial Advisors to PREPA</i>                                    |                       |                        |  |                            |  |                                       |   |
| 6-b Ankura Consulting Group, LLC [17-4780 Dkt. No. 1788]              | 6/1 - 9/30/2019       | \$ 2,778,349.50        |  | \$ 230,089.53              |  |                                       |   |
| <i>Special Counsel to FOMB - PREPA</i>                                |                       |                        |  |                            |  |                                       |   |
| 7 Nixon Peabody LLP [Dkt. No. 9539]                                   | 6/1 - 9/30/2019       | \$ 80,805.00           |  | \$ -                       |  |                                       |   |
| <i>Counsel to AAFAF - Commonwealth</i>                                |                       |                        |  |                            |  |                                       |   |
| 8-a O'Melveny & Myers [Dkt. No. 9332]                                 | 6/1 - 9/30/2019       | \$ 5,369,124.54        |  | \$ 183,905.55              |  |                                       |   |
| <i>Counsel to AAFAF - HTA</i>   |                       |                        |  |                            |  |                                       |   |
| 8-b O'Melveny & Myers [17-3567 Dkt. No. 657]                          | 6/1 - 9/30/2019       | \$ 58,957.87           |  | \$ 2,178.58                |  |                                       |   |
| <i>Counsel to AAFAF - ERS</i>   |                       |                        |  |                            |  |                                       |   |
| 8-c O'Melveny & Myers [17-3566 Dkt. No. 724]                          | 6/1 - 9/30/2019       | \$ 512,322.11          |  | \$ 56,015.15               |  |                                       |   |
| <i>Counsel to AAFAF - PREPA</i>                                       |                       |                        |  |                            |  |                                       |   |
| 8-d O'Melveny & Myers [Dkt. No. 9354 and 17-04780 Dkt. No. 1786]      | 6/1 - 9/30/2019       | \$ 3,574,768.47        |  | \$ 126,501.00              |  |                                       |   |
| <i>Investment Banker and Financial Advisor to FOMB</i>                |                       |                        |  |                            |  |                                       |   |
| 9 PJT Partners LP [Dkt. No. 9215]                                     | 6/1 - 9/30/2019       | \$ 5,000,000.00        |  | \$ 6,980.89                |  |                                       |   |
| <b>Eighth Interim Fee Period (October 1, 2019 - January 31, 2020)</b> |                       |                        |  |                            |  |                                       |   |
| <i>Financial Advisors to Commonwealth</i>                             |                       |                        |  |                            |  |                                       |   |
| 10-a Ankura Consulting Group, LLC [Dkt. No. 14031]                    | 10/1/2019 - 1/31/2020 | \$ 4,568,311.20        |  | \$ 226,836.98              |  |                                       |   |
| <i>Financial Advisors to PREPA</i>                                    |                       |                        |  |                            |  |                                       |   |
| 10-b Ankura Consulting Group, LLC [17-4780 Dkt. No. 1977]             | 10/1/2019 - 1/31/2020 | \$ 2,129,389.00        |  | \$ 170,218.54              |  |                                       |   |
| <i>Special Counsel to FOMB - PREPA</i>                                |                       |                        |  |                            |  |                                       |   |
| 11 Nixon Peabody LLP [Dkt. No. 13600]                                 | 10/1/2019 - 1/31/2020 | \$ 80,352.00           |  | \$ -                       |  |                                       |   |
| <i>Counsel to AAFAF - Commonwealth</i>                                |                       |                        |  |                            |  |                                       |   |
| 12-a O'Melveny & Myers [Dkt. No. 12907]                               | 10/1/2019 - 1/31/2020 | \$ 3,667,195.71        |  | \$ 161,626.21              |  |                                       |   |
| <i>Counsel to AAFAF - HTA</i>   |                       |                        |  |                            |  |                                       |   |
| 12-b O'Melveny & Myers [17-3567 Dkt. No. 770]                         | 10/1/2019 - 1/31/2020 | \$ 193,824.05          |  | \$ 3,277.17                |  |                                       |   |
| <i>Counsel to AAFAF - ERS</i>   |                       |                        |  |                            |  |                                       |   |
| 12-c O'Melveny & Myers [17-3566 Dkt. No. 873]                         | 10/1/2019 - 1/31/2020 | \$ 1,825,934.30        |  | \$ 46,865.14               |  |                                       |   |

In re: The Financial Oversight and Management Board for Puerto Rico, as a representative of  
The Commonwealth of Puerto Rico, et al.  
PROMESA Title III No. 17 BK 3283-LTS

**Fifth - Fifteenth Fee Period Applications:**

|      | Applicant   | Compensation Period   | Interim Fees Requested | Fee Examiner's Recommended Fee Adjustments | Interim Expenses Requested | Fee Examiner's Recommended Expense Adjustments |  | Interim Fees Recommended for Approval | Interim Expenses Recommended for Approval |
|------|---|-----------------------|------------------------|--|----------------------------|--|--|---------------------------------------|---|
|      | <i>Counsel to AAFAF - PREPA</i>   |                       |                        |  |                            |  |  |                                       |   |
| 12-d | O'Melveny & Myers [17-04780 Dkt. No. 1970]                              | 10/1/2019 - 1/31/2020 | \$ 2,610,546.25        |  | \$ 145,263.53              |  |  |                                       |   |
|      | <i>Investment Banker and Financial Advisor to FOMB</i>                  |                       |                        |  |                            |  |  |                                       |   |
| 13   | PJT Partners LP [Dkt. No. 12401]  | 10/1/2019 - 1/31/2020 | \$ 5,000,000.00        |  | \$ 19,449.79               |  |  |                                       |   |
|      | <b>Ninth Interim Fee Period (February 1, 2020 - May 31, 2020)</b>       |                       |                        |  |                            |  |  |                                       |   |
|      | <i>Financial Advisors to Commonwealth</i>                               |                       |                        |  |                            |  |  |                                       |   |
| 14-a | Ankura Consulting Group, LLC [Dkt. No. 14924]                           | 2/1 - 5/31/2020       | \$ 4,634,422.41        |  | \$ 62,803.01               |  |  |                                       |   |
|      | <i>Financial Advisors to PREPA</i>                                      |                       |                        |  |                            |  |  |                                       |   |
| 14-b | Ankura Consulting Group, LLC [Dkt. No. 15472 and 17-4780 Dkt. No. 2343] | 2/1 - 5/31/2020       | \$ 2,151,665.50        |  | \$ 50,582.41               |  |  |                                       |   |
|      | <i>Special Counsel to FOMB - PREPA</i>                                  |                       |                        |  |                            |  |  |                                       |   |
| 15   | Nixon Peabody LLP [Dkt. No. 15553]                                      | 2/1 - 5/31/2020       | \$ 145,126.50          |  | \$ -                       |  |  |                                       |   |
|      | <i>Counsel to AAFAF - Commonwealth</i>                                  |                       |                        |  |                            |  |  |                                       |   |
| 16-a | O'Melveny & Myers [Dkt. No. 14179]                                      | 2/1 - 5/31/2020       | \$ 7,065,558.67        |  | \$ 211,500.79              |  |  |                                       |   |
|      | <i>Counsel to AAFAF - ERS</i>   |                       |                        |  |                            |  |  |                                       |   |
| 16-b | O'Melveny & Myers [17-3566 Dkt. No. 967]                                | 2/1 - 5/31/2020       | \$ 2,486,200.45        |  | \$ 51,467.03               |  |  |                                       |   |
|      | <i>Counsel to AAFAF - HTA</i>   |                       |                        |  |                            |  |  |                                       |   |
| 16-c | O'Melveny & Myers [17-3567 Dkt. No. 920]                                | 2/1 - 5/31/2020       | \$ 135,148.72          |  | \$ 4,217.61                |  |  |                                       |   |
|      | <i>Counsel to AAFAF - PREPA</i>   |                       |                        |  |                            |  |  |                                       |   |
| 16-d | O'Melveny & Myers [17-4780 Dkt. No. 2175]                               | 2/1 - 5/31/2020       | \$ 1,036,139.40        |  | \$ 129,247.99              |  |  |                                       |   |
|      | <i>Investment Banker and Financial Advisor to FOMB</i>                  |                       |                        |  |                            |  |  |                                       |   |
| 17   | PJT Partners LP [Dkt. No. 14041]  | 2/1 - 5/31/2020       | \$ 5,000,000.00        |  | \$ 30,021.86               |  |  |                                       |   |
|      | <b>Tenth Interim Fee Period (June 1, 2020 - September 30, 2020)</b>     |                       |                        |  |                            |  |  |                                       |   |
|      | <i>Financial Advisors to Commonwealth</i>                               |                       |                        |  |                            |  |  |                                       |   |
| 18-a | Ankura Consulting Group, LLC [Dkt. No. 18095]                           | 6/1 - 9/30/2020       | \$ 5,079,515.26        |  | \$ -                       |  |  |                                       |   |
|      | <i>Financial Advisors to PREPA</i>                                      |                       |                        |  |                            |  |  |                                       |   |
| 18-b | Ankura Consulting Group, LLC [17-4780 Dkt. No. 2377]                    | 6/1 - 9/30/2020       | \$ 2,119,759.50        |  | \$ -                       |  |  |                                       |   |
|      | <i>Special Counsel to FOMB - PREPA</i>                                  |                       |                        |  |                            |  |  |                                       |   |
| 19   | Nixon Peabody LLP [Dkt. No. 15554]                                      | 6-1 - 9/30/2020       | \$ 350,033.00          |  | \$ -                       |  |  |                                       |   |
|      | <i>Counsel to AAFAF - Commonwealth</i>                                  |                       |                        |  |                            |  |  |                                       |   |
| 20-a | O'Melveny & Myers LLP [Dkt. No. 15477]                                  | 6/1 - 9/30/2020       | \$ 3,523,753.04        |  | \$ 210,123.92              |  |  |                                       |   |
|      | <i>Counsel to AAFAF - ERS</i>   |                       |                        |  |                            |  |  |                                       |   |
| 20-b | O'Melveny & Myers LLP [Dkt. No. 15481 and 17-3566 Dkt. No. 1048]        | 6/1 - 9/30/2020       | \$ 1,426,389.95        |  | \$ 74,371.80               |  |  |                                       |   |
|      | <i>Counsel to AAFAF - HTA</i>   |                       |                        |  |                            |  |  |                                       |   |
| 20-c | O'Melveny & Myers LLP [Dkt. No. 15482 and 17-3567 Dkt. No. 952]         | 6/1 - 9/30/2020       | \$ 88,672.00           |  | \$ 2,182.88                |  |  |                                       |   |
|      | <i>Counsel to AAFAF - PREPA</i>   |                       |                        |  |                            |  |  |                                       |   |
| 20-d | O'Melveny & Myers LLP [17-4780 Dkt. No. 2487]                           | 6/1 - 9/30/2020       | \$ 795,045.59          |  | \$ 129,247.99              |  |  |                                       |   |
|      | <i>Investment Banker and Financial Advisor to FOMB</i>                  |                       |                        |  |                            |  |  |                                       |   |
| 21   | PJT Partners LP [Dkt. No. 15577]  | 6/1 - 9/30/2020       | \$ 5,000,000.00        |  | \$ 2,426.81                |  |  |                                       |   |
|      | <b>Eleventh Interim Fee Period (October 1, 2020 - January 31, 2021)</b> |                       |                        |  |                            |  |  |                                       |   |
|      | <i>Financial Advisors - Commonwealth</i>                                |                       |                        |  |                            |  |  |                                       |   |
| 22-a | Ankura Consulting Group, LLC [Dkt. No. 18168]                           | 10/1/2020 - 1/31/2021 | \$ 4,613,452.36        |  | \$ 68,005.73               |  |  |                                       |   |
|      | <i>Financial Advisors - PREPA</i>                                       |                       |                        |  |                            |  |  |                                       |   |
| 22-b | Ankura Consulting Group, LLC [Dkt. No. 17831]                           | 10/1/2020 - 1/31/2021 | \$ 1,850,867.90        |  | \$ 36,019.70               |  |  |                                       |   |
|      | <i>Claims Counsel to FOMB - Commonwealth</i>                            |                       |                        |  |                            |  |  |                                       |   |
| 23-a | Brown Rudnick LLP [Dkt. No. 17447]                                      | 10/1/2020 - 1/31/2021 | \$ 612,405.00          |  | \$ 2,238.65                |  |  |                                       |   |

In re: The Financial Oversight and Management Board for Puerto Rico, as a representative of  
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PROMESA Title III No. 17 BK 3283-LTS

**Fifth - Fifteenth Fee Period Applications:**

|      | Applicant  | Compensation Period   | Interim Fees Requested | Fee Examiner's Recommended Fee Adjustments | Interim Expenses Requested | Fee Examiner's Recommended Expense Adjustments |  | Interim Fees Recommended for Approval | Interim Expenses Recommended for Approval |
|------|--|-----------------------|------------------------|--|----------------------------|--|--|---------------------------------------|---|
|      | <i>Claims Counsel to FOMB - ERS</i>  |                       |                        |  |                            |  |  |                                       |   |
| 23-b | Brown Rudnick LLP [17-3566 Dkt. No. 1186]  | 10/1/2020 - 1/31/2021 | \$ 43,511.00           |  | \$ 10,535.60               |  |  |                                       |   |
|      | <i>Claims Counsel to FOMB - PREPA</i>  |                       |                        |  |                            |  |  |                                       |   |
| 23-c | Brown Rudnick LLP [17-4780 Dkt. No. 2564]  | 10/1/2020 - 1/31/2021 | \$ 29,826.00           |  | \$ 34.17                   |  |  |                                       |   |
|      | <i>Investment Banker and Financial Advisor to FOMB</i>   |                       |                        |  |                            |  |  |                                       |   |
| 24   | Citigroup Global Markets Inc. [Dkt. No. 21457]   | 10/1/2020 - 1/31/2021 | \$ 4,840,000.00        |  | \$ 10,606.80               |  |  |                                       |   |
|      | <i>Counsel to AAFAF - Commonwealth</i>   |                       |                        |  |                            |  |  |                                       |   |
| 25-a | O'Melveny & Myers LLP [Dkt. No. 16768]   | 10/1/2020 - 1/31/2021 | \$ 3,401,048.00        |  | \$ 181,441.88              |  |  |                                       |   |
|      | <i>Counsel to AAFAF - ERS</i>  |                       |                        |  |                            |  |  |                                       |   |
| 25-b | O'Melveny & Myers LLP [Dkt. No. 16769]   | 10/1/2020 - 1/31/2021 | \$ 712,225.00          |  | \$ 93,367.41               |  |  |                                       |   |
|      | <i>Counsel to AAFAF - HTA</i>  |                       |                        |  |                            |  |  |                                       |   |
| 25-c | O'Melveny & Myers LLP [Dkt. No. 16770]   | 10/1/2020 - 1/31/2021 | \$ 73,920.50           |  | \$ 4,409.76                |  |  |                                       |   |
|      | <i>Counsel to AAFAF - PREPA</i>  |                       |                        |  |                            |  |  |                                       |   |
| 25-d | O'Melveny & Myers LLP [17-4780 Dkt. No. 2488]  | 10/1/2020 - 1/31/2021 | \$ 458,356.00          |  | \$ 148,074.10              |  |  |                                       |   |
|      | <i>Local Counsel to the FOMB</i>   |                       |                        |  |                            |  |  |                                       |   |
| 26   | O'Neill & Borges LLC [Dkt. No. 18127]  | 10/1/2020 - 1/31/2021 | \$ 328,468.50          |  | \$ 3,894.86                |  |  |                                       |   |
|      | <i>Investment Banker and Financial Advisor to FOMB</i>   |                       |                        |  |                            |  |  |                                       |   |
| 27   | PJT Partners LP [Dkt. No. 16945]   | 10/1/2020 - 1/31/2021 | \$ 5,000,000.00        |  | \$ -                       |  |  |                                       |   |
|      | <b>Twelfth Interim Fee Period (February 1, 2021 - May 31, 2021)</b>                              |                       |                        |  |                            |  |  |                                       |   |
|      | <i>Financial Advisors - PREPA</i>  |                       |                        |  |                            |  |  |                                       |   |
| 28   | Ankura Consulting Group, LLC [Dkt. No. 19189, 19634 and 17-4780 Dkt. No. 2650]                   | 2/1/2021 - 5/31/2021  | \$ 5,901,035.25        |  | \$ 196,557.40              |  |  |                                       |   |
|      | <i>Economic Consultant to Proskauer Rose LLP as Counsel to FOMB - AAFAF</i>                      |                       |                        |  |                            |  |  |                                       |   |
| 29   | Brattle Group, Inc., The [Dkt. No. 17393]  | 2/1/2021 - 5/31/2021  | \$ 90,518.62           |  | \$ -                       |  |  |                                       |   |
|      | <i>Claims Counsel to FOMB - Commonwealth</i>   |                       |                        |  |                            |  |  |                                       |   |
| 30-a | Brown Rudnick LLP [Dkt. No. 17740]   | 2/1/2021 - 5/31/2021  | \$ 537,973.00          |  | \$ 2,328.07                |  |  |                                       |   |
|      | <i>Claims Counsel to FOMB - ERS</i>  |                       |                        |  |                            |  |  |                                       |   |
| 30-b | Brown Rudnick LLP [17-3566 Dkt. No. 1208]  | 2/1/2021 - 5/31/2021  | \$ 57,377.00           |  | \$ 5,493.50                |  |  |                                       |   |
|      | <i>Claims Counsel to FOMB - PREPA</i>  |                       |                        |  |                            |  |  |                                       |   |
| 30-c | Brown Rudnick LLP [17-4780 Dkt. No. 2592]  | 2/1/2021 - 5/31/2021  | \$ 8,687.00            |  | \$ -                       |  |  |                                       |   |
|      | <i>Investment Banker and Financial Advisor to FOMB</i>   |                       |                        |  |                            |  |  |                                       |   |
| 31   | Citigroup Global Markets Inc. [Dkt. No. 21458]   | 2/1/2021 - 5/31/2021  | \$ 4,840,000.00        |  | \$ 6,660.90                |  |  |                                       |   |
|      | <i>Local Counsel to the FOMB</i>   |                       |                        |  |                            |  |  |                                       |   |
| 32   | O'Neill & Borges LLC [Dkt. No. 19412]  | 2/1/2021 - 5/31/2021  | \$ 310,184.10          |  | \$ 7,080.85                |  |  |                                       |   |
|      | <i>Investment Banker and Financial Advisor to FOMB</i>   |                       |                        |  |                            |  |  |                                       |   |
| 33   | PJT Partners LP [Dkt. No. 19494]   | 2/1/2021 - 5/31/2021  | \$ 5,000,000.00        |  | \$ -                       |  |  |                                       |   |
|      | <b>Thirteenth Interim Fee Period (June 1, 2021 - September 30, 2021)</b>                         |                       |                        |  |                            |  |  |                                       |   |
|      | <i>Economic Consultant to Proskauer Rose LLP as Counsel to FOMB - Commonwealth</i>               |                       |                        |  |                            |  |  |                                       |   |
| 34-a | Brattle Group, Inc., The [Dkt. No. 19275]  | 6/1/2021 - 9/30/2021  | \$ 629,297.06          |  | \$ 1,500.00                |  |  |                                       |   |
|      | <i>Economic Consultant to Proskauer Rose LLP as Counsel to FOMB - Assessment of House Bill 3</i> |                       |                        |  |                            |  |  |                                       |   |
| 34-b | Brattle Group, Inc., The [Dkt. No. 19272]  | 6/1/2021 - 9/30/2021  | \$ 24,491.70           |  | \$ -                       |  |  |                                       |   |
|      | <i>Economic Consultant to Proskauer Rose LLP as Counsel to FOMB - Title III Expert Support</i>   |                       |                        |  |                            |  |  |                                       |   |
| 34-c | Brattle Group, Inc., The [Dkt. No. 19273]  | 6/1/2021 - 9/30/2021  | \$ 503,859.50          |  | \$ 2,552.70                |  |  |                                       |   |
|      | <i>Economic Consultant to Proskauer Rose LLP as Counsel to FOMB - Healthcare Acts</i>            |                       |                        |  |                            |  |  |                                       |   |
| 34-d | Brattle Group, Inc., The [Dkt. No. 19274]  | 6/1/2021 - 9/30/2021  | \$ 1,372.50            |  | \$ -                       |  |  |                                       |   |

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**Fifth - Fifteenth Fee Period Applications:**

|      | Applicant  | Compensation Period   | Interim Fees Requested | Fee Examiner's Recommended Fee Adjustments | Interim Expenses Requested | Fee Examiner's Recommended Expense Adjustments |  | Interim Fees Recommended for Approval | Interim Expenses Recommended for Approval |
|------|--|-----------------------|------------------------|--|----------------------------|--|--|---------------------------------------|---|
|      | <i>Economic Consultant to FOMB - PREPA</i>                                       |                       |                        |  |                            |  |  |                                       |   |
| 34-e | Brattle Group, Inc., The [Dkt. No. 21870 and 17-4780 Dkt. No. 2926]              | 2/1/2021 - 9/30/2021  | \$ 156,777.00          |  | \$ -                       |  |  |                                       |   |
|      | <i>Claims Counsel to the FOMB - Commonwealth</i>                                 |                       |                        |  |                            |  |  |                                       |   |
| 35-a | Brown Rudnick LLP [Dkt. No. 19321]   | 6/1/2021 - 9/30/2021  | \$ 465,491.50          |  | \$ 1,409.10                |  |  |                                       |   |
|      | <i>Claims Counsel to the FOMB - ERS</i>  |                       |                        |  |                            |  |  |                                       |   |
| 35-b | Brown Rudnick LLP [17-3566 Dkt. No. 1263]  | 6/1/2021 - 9/30/2021  | \$ 800.00              |  | \$ -                       |  |  |                                       |   |
|      | <i>Claims Counsel to the FOMB - PREPA</i>  |                       |                        |  |                            |  |  |                                       |   |
| 35-c | Brown Rudnick LLP [17-4780 Dkt. No. 2658]  | 6/1/2021 - 9/30/2021  | \$ 91,691.00           |  | \$ 904.90                  |  |  |                                       |   |
|      | <i>Investment Banker and Financial Advisor to FOMB</i>                           |                       |                        |  |                            |  |  |                                       |   |
| 36   | Citigroup Global Markets Inc. [Dkt. No. 21727]                                   | 6/1/2021 - 9/30/2021  | \$ 4,840,000.00        |  | \$ 3,859.20                |  |  |                                       |   |
|      | <i>Debtors' Service Agent</i>  |                       |                        |  |                            |  |  |                                       |   |
| 37   | Epiq Corporate Restructuring, LLC and Epiq eDiscovery Solutions [Dkt. No. 20997] | 6/1/2021 - 9/30/2021  | \$ 23,086.40           |  | \$ 34,518.82               |  |  |                                       |   |
|      | <i>Financial Advisor to FOMB</i>   |                       |                        |  |                            |  |  |                                       |   |
| 38   | Ernst & Young LLP [Dkt. No. 21098]   | 6/1/2021 - 9/30/2021  | \$ 9,039,848.45        |  | \$ 40,270.76               |  |  |                                       |   |
|      | <i>Puerto Rico Counsel to Special Claims Committee</i>                           |                       |                        |  |                            |  |  |                                       |   |
| 39   | Estrella, LLC [Dkt. No. 21343]   | 6/1/2021 - 9/30/2021  | \$ 286,185.00          |  | \$ 6,285.99                |  |  |                                       |   |
|      | <i>Consultant to FOMB - Commonwealth</i>   |                       |                        |  |                            |  |  |                                       |   |
| 40-a | McKinsey & Company Puerto Rico Consulting, Inc. [Dkt. No. 21181]                 | 6/1/2021 - 9/30/2021  | \$ 5,670,000.00        |  | \$ -                       |  |  |                                       |   |
|      | <i>Consultant to FOMB - HTA</i>  |                       |                        |  |                            |  |  |                                       |   |
| 40-b | McKinsey & Company Puerto Rico Consulting, Inc. [17-3567 Dkt. No. 1221]          | 6/1/2021 - 9/30/2021  | \$ 1,240,000.00        |  | \$ -                       |  |  |                                       |   |
|      | <i>Consultant to FOMB - PREPA</i>  |                       |                        |  |                            |  |  |                                       |   |
| 40-c | McKinsey & Company Puerto Rico Consulting, Inc. [17-4780 Dkt. No. 2844]          | 6/1/2021 - 9/30/2021  | \$ 1,306,100.00        |  | \$ -                       |  |  |                                       |   |
|      | <i>Investment Banker and Financial Advisor to FOMB</i>                           |                       |                        |  |                            |  |  |                                       |   |
| 41   | PJT Partners LP [Dkt. No. 19805]   | 6/1/2021 - 9/30/2021  | \$ 5,000,000.00        |  | \$ -                       |  |  |                                       |   |
|      | <b>Fourteenth Interim Fee Period (October 1, 2021 - January 31, 2022)</b>        |                       |                        |  |                            |  |  |                                       |   |
|      | <i>Advisor to the FOMB - Commonwealth</i>  |                       |                        |  |                            |  |  |                                       |   |
| 42-a | Alvarez & Marsal North America, LLC [Dkt. No. 21017]                             | 10/1/2021 - 1/31/2022 | \$ 3,952,167.57        |  | \$ 13,758.50               |  |  |                                       |   |
|      | <i>Advisor to the FOMB - ERS</i>   |                       |                        |  |                            |  |  |                                       |   |
| 42-b | Alvarez & Marsal North America, LLC [Dkt. No. 21019 AND 17-3566 Dkt. No. 1345]   | 10/1/2021 - 1/31/2022 | \$ 408,422.34          |  | \$ -                       |  |  |                                       |   |
|      | <i>Advisor to the FOMB - HTA</i>   |                       |                        |  |                            |  |  |                                       |   |
| 42-c | Alvarez & Marsal North America, LLC [Dkt. No. 21021 AND 17-3567 Dkt. No. 1190]   | 10/1/2021 - 1/31/2022 | \$ 377,489.70          |  | \$ -                       |  |  |                                       |   |
|      | <i>Advisor to the FOMB - PBA</i>   |                       |                        |  |                            |  |  |                                       |   |
| 42-d | Alvarez & Marsal North America, LLC [Dkt. No. 21025 AND 19-5523 Dkt. No. 311]    | 10/1/2021 - 1/31/2022 | \$ 59,302.80           |  | \$ -                       |  |  |                                       |   |
|      | <i>Puerto Rico Counsel for the Official Committee of Retired Employees</i>       |                       |                        |  |                            |  |  |                                       |   |
| 43   | Bennazar, Garcia & Milan, C.S.P. [Dkt. No. 20990]                                | 10/1/2021 - 1/31/2022 | \$ 279,482.50          |  | \$ 1,523.75                |  |  |                                       |   |
|      | <i>Economic Consultant to FOMB - Expert Support</i>                              |                       |                        |  |                            |  |  |                                       |   |

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Fifth - Fifteenth Fee Period Applications:

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|------|---|------------------------|------------------------|--|----------------------------|--|--|---------------------------------------|---|
| 44-a | Brattle Group, Inc., The [Dkt. No. 21871]<br><i>Economic Consultant to FOMB</i>   | 10/1/2021 - 1/31/2022  | \$ 219,185.50          |  | \$ -                       |  |  |                                       |   |
| 44-b | Brattle Group, Inc., The [Dkt. No. 21873]<br><i>Claims Counsel to the FOMB - Commonwealth</i>                               | 10/1/2021 - 1/31/2022  | \$ 57,415.37           |  | \$ -                       |  |  |                                       |   |
| 45-a | Brown Rudnick LLP [Dkt. No. 20904]<br><i>Claims Counsel to the FOMB - ERS</i>   | 10/1/2021 - 1/31/2022  | \$ 187,879.00          |  | \$ 1,797.08                |  |  |                                       |   |
| 45-b | Brown Rudnick LLP [17-3566 Dkt. No. 1343]<br><i>Claims Counsel to the FOMB - PREPA</i>                                      | 10/1/2021 - 1/31/2022  | \$ 1,348.00            |  | \$ 2,676.90                |  |  |                                       |   |
| 45-c | Brown Rudnick LLP [17-4780 Dkt. No. 2816]<br><i>Puerto Rico Conflicts Counsel to the FOMB - Commonwealth</i>                | 10/1/2021 - 1/31/2022  | \$ 572,663.00          |  | \$ 26,341.63               |  |  |                                       |   |
| 46-a | Cardona Fernandez, Ileana C. [Dkt. No. 20892]<br><i>Puerto Rico Conflicts Counsel to the FOMB - PREPA</i>                   | 10/1/2021 - 1/31/2022  | \$ 4,680.00            |  | \$ -                       |  |  |                                       |   |
| 46-b | Cardona Fernandez, Ileana C. [17-4780 Dkt. No. 2814]<br><i>Investment Banker and Financial Advisor to FOMB</i>              | 10/1/2021 - 1/31/2022  | \$ 24,502.50           |  | \$ -                       |  |  |                                       |   |
| 47   | Citigroup Global Markets Inc. [Dkt. No. 21728]<br><i>Financial Advisor to the FOMB - Commonwealth</i>                       | 10/1/2021 - 1/31/2022  | \$ 4,840,000.00        |  | \$ 6,099.30                |  |  |                                       |   |
| 48-a | DiCicco, Gulman & Company LLP [Dkt. No. 21401]<br><i>Financial Advisor to the FOMB - HTA</i>                                | 10/1/2021 - 1/31/2022  | \$ 229,425.00          |  | \$ -                       |  |  |                                       |   |
| 48-b | DiCicco, Gulman & Company LLP [17-3567 Dkt. No. 1256]<br><i>Financial Advisor to the FOMB - PREPA</i>                       | 10/1/2021 - 1/31/2022  | \$ 9,750.00            |  | \$ -                       |  |  |                                       |   |
| 48-c | DiCicco, Gulman & Company LLP [17-4780 Dkt. No. 2880]<br><i>Debtors' Service Agent</i>                                      | 10/1/2021 - 1/31/2022  | \$ 64,725.00           |  | \$ -                       |  |  |                                       |   |
| 49   | Epiq Corporate Restructuring, LLC and Epiq eDiscovery Solutions [Dkt. No. 20999]<br><i>Financial Advisor to the FOMB</i>    | 10/1/2021 - 1/31/2022  | \$ 2,721.30            |  | \$ 31,892.16               |  |  |                                       |   |
| 50   | Ernst & Young LLP [Dkt. No. 21936]<br><i>Puerto Rico Counsel to Special Claims Committee</i>                                | 10/1/2021 - 1/31/2022  | \$ 10,926,263.15       |  | \$ 42,630.73               |  |  |                                       |   |
| 51   | Estrella, LLC [Dkt. No. 21210]<br><i>Financial Advisor to the Official Committee of Retired Employees</i>                   | 10/1/2021 - 3/15/2022  | \$ 211,550.50          |  | \$ -                       |  |  |                                       |   |
| 52   | FTI Consulting, Inc. [Dkt. No. 20992]<br><i>Special Litigation Counsel to the Official Committee of Unsecured Creditors</i> | 10/1/2021 - 1/31/2022  | \$ 405,596.00          |  | \$ 250,590.06              |  |  |                                       |   |
| 53   | Genovese Joblove & Battista [Dkt. No. 21992]<br><i>Counsel to the Official Committee of Retired Employees</i>               | 10/1/2021 - 12/31/2021 | \$ 279,780.40          |  | \$ 19,344.38               |  |  |                                       |   |
| 54   | Jenner & Block LLP [Dkt. No. 21103]<br><i>Special Counsel to the FOMB</i>   | 10/1/2021 - 1/31/2022  | \$ 981,602.46          |  | \$ 124,211.84              |  |  |                                       |   |
| 55   | Luskin, Stern & Eisler LLP [Dkt. No. 21125]<br><i>Financial Advisor to the Official Committee of Unsecured Creditors</i>    | 10/1/2021 - 1/31/2022  | \$ 30,811.50           |  | \$ 6,488.28                |  |  |                                       |   |
| 56   | London Economics International LLC [Dkt. No. 21518]<br><i>Puerto Rico Counsel to AAFAP</i>                                  | 4/26/2022 - 5/31/2022  | \$ 150,086.00          |  | \$ 8,004.06                |  |  |                                       |   |
| 57   | Marini Pietrantoni Muniz LLC [Dkt. No. 21847]<br><i>Consultant to FOMB</i>  | 10/1/2021 - 1/31/2022  | \$ 502,243.00          |  | \$ 2,106.50                |  |  |                                       |   |
| 58-a | McKinsey & Company Puerto Rico Consulting, Inc. [Dkt. No. 21182]<br><i>Consultant to FOMB - HTA</i>                         | 10/1/2021 - 1/31/2022  | \$ 5,322,500.00        |  | \$ -                       |  |  |                                       |   |
| 58-b | McKinsey & Company Puerto Rico Consulting, Inc. [17-3567 Dkt. No. 1222]<br><i>Consultant to FOMB - PREPA</i>                | 10/1/2021 - 1/31/2022  | \$ 1,185,000.00        |  | \$ -                       |  |  |                                       |   |

In re: The Financial Oversight and Management Board for Puerto Rico, as a representative of  
The Commonwealth of Puerto Rico, et al.  
PROMESA Title III No. 17 BK 3283-LTS

**Fifth - Fifteenth Fee Period Applications:**

|      | Applicant   | Compensation Period   | Interim Fees Requested | Fee Examiner's Recommended Fee Adjustments | Interim Expenses Requested | Fee Examiner's Recommended Expense Adjustments |  | Interim Fees Recommended for Approval | Interim Expenses Recommended for Approval |
|------|---|-----------------------|------------------------|--|----------------------------|--|--|---------------------------------------|---|
| 58-c | McKinsey & Company Puerto Rico Consulting, Inc. [17-4780 Dkt. No. 2845]               | 10/1/2021 - 1/31/2022 | \$ 1,661,050.00        |  | \$ -                       |  |  |                                       |   |
|      | <i>Counsel to the Official Committee of Unsecured Creditors</i>                       |                       |                        |  |                            |  |  |                                       |   |
| 59   | Paul Hastings LLP [Dkt. No. 21038]  | 10/1/2021 - 1/31/2022 | \$ 1,203,668.00        |  | \$ 16,532.01               |  |  |                                       |   |
|      | <i>Financial Advisor to the Mediation Team</i>  |                       |                        |  |                            |  |  |                                       |   |
| 60   | Phoenix Management Services, LLC [Dkt. No. 21431]                                     | 10/4/2021 - 1/30/2022 | \$ 5,819.30            |  | \$ -                       |  |  |                                       |   |
|      | <i>Macroeconomic Consultant to the FOMB</i>   |                       |                        |  |                            |  |  |                                       |   |
| 61   | Wolfe, Andrew [Dkt. No. 21446]  | 10/1/2021 - 1/31/2022 | \$ 20,160.00           |  | \$ 1,926.72                |  |  |                                       |   |
|      | <b>Fifteenth Interim Fee Period (February 1, 2022 - May 31, 2022)</b>                 |                       |                        |  |                            |  |  |                                       |   |
|      | <i>Advisor to the FOMB - Commonwealth</i>   |                       |                        |  |                            |  |  |                                       |   |
| 62-a | Alvarez & Marsal North America, LLC [Dkt. No. 21039]                                  | 2/1/2022 - 3/15/2022  | \$ 1,956,955.50        |  | \$ 6,131.77                |  |  |                                       |   |
|      | <i>Advisor to the FOMB - ERS</i>  |                       |                        |  |                            |  |  |                                       |   |
| 62-b | Alvarez & Marsal North America, LLC [Dkt. No. 21042 AND 17-3566 Dkt. No. 1347]        | 2/1/2022 - 3/15/2022  | \$ 155,613.15          |  | \$ -                       |  |  |                                       |   |
|      | <i>Advisor to the FOMB - HTA</i>  |                       |                        |  |                            |  |  |                                       |   |
| 62-c | Alvarez & Marsal North America, LLC [Dkt. No. 21442 AND 17-3567 Dkt. No. 1262]        | 2/1/2022 - 5/31/2022  | \$ 233,280.90          |  | \$ -                       |  |  |                                       |   |
|      | <i>Advisor to the FOMB - PBA</i>  |                       |                        |  |                            |  |  |                                       |   |
| 62-d | Alvarez & Marsal North America, LLC [Dkt. No. 21044 AND 19-5523 Dkt. No. 313]         | 2/1/2022 - 3/15/2022  | \$ 18,868.50           |  | \$ -                       |  |  |                                       |   |
|      | <i>Puerto Rico Counsel for the Official Committee of Retired Employees</i>            |                       |                        |  |                            |  |  |                                       |   |
| 63   | Bennazar, Garcia & Milan, C.S.P. [Dkt. No. 21829]                                     | 2/1/2022 - 5/31/2022  | \$ 164,777.50          |  | \$ 4,512.16                |  |  |                                       |   |
|      | <i>Economic Consultant to FOMB - House Bill</i>                                       |                       |                        |  |                            |  |  |                                       |   |
| 64   | Brattle Group, Inc., The [Dkt. No. 21872]   | 10/1/2021 - 3/15/2022 | \$ 78,778.80           |  | \$ -                       |  |  |                                       |   |
|      | <i>Claims Counsel to the FOMB - Commonwealth</i>                                      |                       |                        |  |                            |  |  |                                       |   |
| 65-a | Brown Rudnick LLP [Dkt. No. 21454]  | 2/1/2022 - 3/15/2022  | \$ 105,453.00          |  | \$ 125.70                  |  |  |                                       |   |
|      | <i>Claims Counsel to the FOMB - ERS</i>   |                       |                        |  |                            |  |  |                                       |   |
| 65-b | Brown Rudnick LLP [17-3566 Dkt. No. 1355]   | 2/1/2022 - 3/15/2022  | \$ 914.00              |  | \$ -                       |  |  |                                       |   |
|      | <i>Puerto Rico Conflicts Counsel to the FOMB - Commonwealth</i>                       |                       |                        |  |                            |  |  |                                       |   |
| 66-a | Cardona Fernandez, Ileana C. [Dkt. No. 21404]   | 2/1/2022 - 3/15/2022  | \$ 1,665.00            |  | \$ -                       |  |  |                                       |   |
|      | <i>Puerto Rico Conflicts Counsel to the FOMB - PREPA</i>                              |                       |                        |  |                            |  |  |                                       |   |
| 66-b | Cardona Fernandez, Ileana C. [17-4780 Dkt. No. 2883]                                  | 2/1/2022 - 5/31/2022  | \$ 11,970.00           |  | \$ -                       |  |  |                                       |   |
|      | <i>Puerto Rico Conflicts Counsel to the Official Committee of Unsecured Creditors</i> |                       |                        |  |                            |  |  |                                       |   |
| 67   | Casillas, Santiago & Torres [Dkt. No. 21514]  | 2/1/2022 - 3/15/2022  | \$ 280,727.00          |  | \$ 7,354.74                |  |  |                                       |   |
|      | <i>Investment Banker and Financial Advisor to FOMB</i>                                |                       |                        |  |                            |  |  |                                       |   |
| 68   | Citigroup Global Markets Inc. [Dkt. No. 21729]  | 2/1/2022 - 5/31/2022  | \$ 4,840,000.00        |  | \$ 4,380.00                |  |  |                                       |   |
|      | <i>Puerto Rico Counsel for PREPA</i>  |                       |                        |  |                            |  |  |                                       |   |
| 69   | Diaz & Vazquez Law Firm, P.S.C. [Dkt. No. 21898 and 17-4780 Dkt. No. 2929]            | 10/1/2021 - 5/31/2022 | \$ 4,453,997.50        |  | \$ 35,807.43               |  |  |                                       |   |
|      | <i>Financial Advisor to the FOMB - Commonwealth</i>                                   |                       |                        |  |                            |  |  |                                       |   |
| 70-a | DiCicco, Gulman & Company LLP [Dkt. No. 21402]  | 2/1/2022 - 3/15/2022  | \$ 64,987.50           |  | \$ -                       |  |  |                                       |   |
|      | <i>Financial Advisor to the FOMB - HTA</i>  |                       |                        |  |                            |  |  |                                       |   |
| 70-b | DiCicco, Gulman & Company LLP [17-3567 Dkt. No. 1257]                                 | 2/1/2022 - 5/31/2022  | \$ 1,650.00            |  | \$ -                       |  |  |                                       |   |
|      | <i>Financial Advisor to the FOMB - PREPA</i>  |                       |                        |  |                            |  |  |                                       |   |
| 70-c | DiCicco, Gulman & Company LLP [17-4780 Dkt. No. 2881]                                 | 2/1/2022 - 5/31/2022  | \$ 6,825.00            |  | \$ -                       |  |  |                                       |   |
|      | <i>Financial Advisor to the FOMB</i>  |                       |                        |  |                            |  |  |                                       |   |
| 71   | Ernst & Young LLP [Dkt. No. 21935]  | 2/1/2022 - 3/15/2022  | \$ 3,639,293.65        |  | \$ 40,313.49               |  |  |                                       |   |

In re: The Financial Oversight and Management Board for Puerto Rico, as a representative of  
The Commonwealth of Puerto Rico, et al.  
PROMESA Title III No. 17 BK 3283-LTS

**Fifth - Fifteenth Fee Period Applications:**

|    | Applicant  | Compensation Period   | Interim Fees Requested | Fee Examiner's Recommended Fee Adjustments | Interim Expenses Requested | Fee Examiner's Recommended Expense Adjustments |  | Interim Fees Recommended for Approval | Interim Expenses Recommended for Approval |
|----|--|-----------------------|------------------------|--|----------------------------|--|--|---------------------------------------|---|
|    | <i>Financial Advisor to the Official Committee of Retired Employees</i>                  |                       |                        |  |                            |  |  |                                       |   |
| 72 | FTI Consulting, Inc. [Dkt. No. 21540]  | 2/1/2022 - 5/31/2022  | \$ 219,899.50          |  | \$ -                       |  |  |                                       |   |
|    | <i>Counsel to the Official Committee of Retired Employees</i>                            |                       |                        |  |                            |  |  |                                       |   |
| 73 | Jenner & Block LLP [Dkt. No. 21828]  | 2/1/2022 - 5/31/2022  | \$ 474,525.68          |  | \$ 18,072.35               |  |  |                                       |   |
|    | <i>Counsel to PREPA</i>  |                       |                        |  |                            |  |  |                                       |   |
| 74 | King & Spalding LLP [Dkt. No. 21497, 21718, 21719 and 17-4780 Dkt. No. 2891, 2915, 2916] | 8/1/2018 - 3/31/2022  | \$ 28,212,229.38       |  | \$ 297,297.70              |  |  |                                       |   |
|    | <i>Communications Advisor to the Official Committee of Unsecured Creditors</i>           |                       |                        |  |                            |  |  |                                       |   |
| 75 | Kroma Advertising, Inc. [Dkt. No. 21516]   | 1/16/2022 - 4/15/2022 | \$ 15,000.00           |  | \$ -                       |  |  |                                       |   |
|    | <i>Information Agent to the Official Committee of Retired Employees</i>                  |                       |                        |  |                            |  |  |                                       |   |
| 76 | Marchand ICS Group [Dkt. No. 21830]  | 2/1/2022 - 5/31/2022  | \$ 52,068.00           |  | \$ 1,358.02                |  |  |                                       |   |
|    | <i>Puerto Rico Counsel to AAFAF</i>  |                       |                        |  |                            |  |  |                                       |   |
| 77 | Marini Pietrantonio Muniz LLC [Dkt. No. 22169]   | 2/1/2022 - 5/31/2022  | \$ 260,955.00          |  | \$ 1,642.75                |  |  |                                       |   |
|    | <i>Consultant to FOMB - Commonwealth</i>   |                       |                        |  |                            |  |  |                                       |   |
| 78 | McKinsey & Company Puerto Rico Consulting, Inc. [Dkt. No. 21546]                         | 2/1/2022 - 3/15/2022  | \$ 1,560,000.00        |  | \$ -                       |  |  |                                       |   |
|    | <i>Financial Advisor for the Mediation Team - PREPA</i>                                  |                       |                        |  |                            |  |  |                                       |   |
| 79 | Moelis & Company LLC [Dkt. No. 22153 and 17-4780 Dkt. No. 2952]                          | 4/15/2022 - 5/31/2022 | \$ 375,000.00          |  | \$ 24,450.69               |  |  |                                       |   |
|    | <i>Counsel to the Official Committee of Unsecured Creditors</i>                          |                       |                        |  |                            |  |  |                                       |   |
| 80 | Paul Hastings LLP [Dkt. No. 21520]   | 2/1/2022 - 5/31/2022  | \$ 2,286,747.10        |  | \$ 32,389.63               |  |  |                                       |   |
|    | <i>Macroeconomic Consultant to the FOMB</i>  |                       |                        |  |                            |  |  |                                       |   |
| 81 | Wolfe, Andrew [Dkt. No. 21447]   | 2/1/2022 - 3/15/2022  | \$ 4,410.00            |  | \$ 535.00                  |  |  |                                       |   |

In the August 15 status report [D.I. 21840] the U.S. Trustee requested deferral of four professionals' pending applications until after completion of the PRRADA disclosure review process.



# EXHIBIT C

In re: The Financial Oversight and Management Board for Puerto Rico, as a representative of  
The Commonwealth of Puerto Rico, et al.  
PROMESA Title III No. 17 BK 3283-LTS

**FINAL Fee Application Deferred:**

| Final Fee Application Denied: |  |                      |  |                          |  |                                     |   |
|-------------------------------|--|----------------------|--|--------------------------|--|-------------------------------------|---|
| Applicant                     | Compensation Period                      | Final Fees Requested | Fee Examiner's Recommended Fee Adjustments | Final Expenses Requested | Fee Examiner's Recommended Expense Adjustments | Final Fees Recommended for Approval | Final Expenses Recommended for Approval |
| Counsel to AAFAF - COFINA     |  |                      |  |                          |  |                                     |   |
| 1                             | O'Melveny & Myers [17-3284 Dkt. No. 640] | 5/5/2017 - 2/12/2019 | \$ 8,674,704.03                            |                          | \$ 78,506.01                                   |                                     |   |

# EXHIBIT D

In re: The Financial Oversight and Management Board for Puerto Rico, as a representative of  
The Commonwealth of Puerto Rico, et al.  
PROMESA Title III No. 17 BK 3283-LTS

**FINAL Fee Applications Deferred:**

|     | Applicant  | Compensation Period    | Final Fees Requested | Fee Examiner's Recommended Fee Adjustments | Final Expenses Requested | Fee Examiner's Recommended Expense Adjustments | Final Fees Recommended for Approval | Final Expenses Recommended for Approval |
|-----|--|------------------------|----------------------|--|--------------------------|--|-------------------------------------|---|
|     | <i>Claims Counsel to FOMB - Commonwealth</i>                     |                        |                      |  |                          |  |                                     |   |
| 1-a | <b>Brown Rudnick [Dkt. No. 21499]</b>                            | 11/18/2018 - 3/15/2022 | TBD                  |  | TBD                      |  |                                     |   |
|     | <i>Claims Counsel to FOMB - ERS</i>                              |                        |                      |  |                          |  |                                     |   |
| 1-b | <b>Brown Rudnick [17-3566 Dkt. No. 1357]</b>                     | 11/18/2018 - 3/15/2022 | TBD                  |  | TBD                      |  |                                     |   |
|     | <i>Puerto Rico Conflicts Counsel to FOMB</i>                     |                        |                      |  |                          |  |                                     |   |
| 2   | <b>Cardona Fernandez, Ileana C. [Dkt. No. 21500]</b>             | 4/30/2019 - 3/15/2022  | TBD                  |  | TBD                      |  |                                     |   |
|     | <i>Financial Advisor to FOMB - Commonwealth</i>                  |                        |                      |  |                          |  |                                     |   |
| 3-a | <b>DiCicco, Gulman &amp; Company LLP [Dkt. No. 21501]</b>        | 2/26/2019 - 3/15/2022  | \$ 7,328,471.05      |  | \$ -                     |  |                                     |   |
|     | <i>Financial Advisor to FOMB - ERS</i>                           |                        |                      |  |                          |  |                                     |   |
| 3-a | <b>DiCicco, Gulman &amp; Company LLP [17-3566 Dkt. No. 1358]</b> | 2/26/2019 - 3/15/2022  | \$ 410,888.91        |  | \$ -                     |  |                                     |   |
|     | <i>Financial Advisor to FOMB - PBA</i>                           |                        |                      |  |                          |  |                                     |   |
| 3-c | <b>DiCicco, Gulman &amp; Company LLP [19-5523 Dkt. No. 324]</b>  | 2/26/2019 - 3/15/2022  | \$ 75,187.50         |  | \$ -                     |  |                                     |   |
|     | <i>Financial Advisor to FOMB</i>                                 |                        |                      |  |                          |  |                                     |   |
| 4   | <b>Kroll, LLC, f/k/a Duff &amp; Phelps LLC [Dkt. No. 21997]</b>  | 11/1/2018 - 7/31/2019  | \$ 2,159,097.53      |  | \$ 57,400.36             |  |                                     |   |
|     | <i>Macroeconomic Consultant to the FOMB - Commonwealth</i>       |                        |                      |  |                          |  |                                     |   |
| 5   | <b>Wolfe, Andrew [Dkt. No. 21453]</b>                            | 8/1/2017 - 3/15/2022   | \$ 1,032,404.00      |  | \$ 55,168.53             |  |                                     |   |

## **Attachment 1**

**ANTICIPATED INTERIM AND FINAL FEE APPLICATION SCHEDULE FOR PRRADA-COMPLIANT PROFESSIONALS**

| <b>Fee Period</b>                   | <b>Fourteenth Interim</b>  | <b>Fifteenth Interim-Commonwealth, ERS, and PBA<sup>1</sup></b> | <b>Fifteenth Interim-HTA and PREPA</b> | <b>Sixteenth Interim-PREPA</b>                    | <b>Sixteenth Interim-HTA</b>          | <b>Final - Commonwealth</b>  | <b>Final-ERS</b>             | <b>Final-PBA</b>                    | <b>Final-HTA</b>                     |
|-------------------------------------|--|---|--|---|---------------------------------------|--|------------------------------|-------------------------------------|--------------------------------------|
| Fee Period Dates                    | October 1, 2021-January 31, 2022   | February 1, 2022-March 15, 2022                                 | February 1, 2022-May 31, 2022          | June 1, 2022-September 30, 2022                   | June 1, 2022-HTA Plan Effective Date  | May 3, 2017 – March 15, 2022   | May 5, 2017 – March 15, 2022 | September 29, 2019 – March 15, 2022 | May 21, 2017-HTA Plan Effective Date |
| End of Compensation Period          | January 31, 2022   | March 15, 2022  | May 31, 2022                           | September 30, 2022                                | HTA Plan Effective Date               | March 15, 2022   |                              |                                     | HTA Plan Effective Date              |
| Fee Applications Due                | No later than October 3, 2022 <sup>2</sup>   |   |  | November 15, 2022                                 | 45 days after HTA Plan Effective Date | No later than 45 days after completion of the interim compensation reporting and approval process <sup>3</sup> |                              |                                     |                                      |
| Letter Report from the Fee Examiner | Rolling dates determined by timing of application submission and PRRADA compliance           |   |  | January 16, 2023                                  |                                       | Approximately 60 days after submission of the Final Fee Application  |                              |                                     |                                      |
| Summary Report Filed with the Court | September 14, 2022<br>October 26, 2022<br>December 7, 2022                                   |   |  | January 25, 2023                                  |                                       | One week prior to Final Fee Hearing  |                              |                                     |                                      |
| Fee Hearing Dates                   | September 21, 2022<br>November 2, 2022<br>December 13, 2022, or a later omnibus hearing date |   |  | February 1, 2023, or a later omnibus hearing date |                                       | Next omnibus date [first expected Final Fee Hearing date will be March 15, 2022]                               |                              |                                     |                                      |

27796920.2

<sup>1</sup> For professionals representing the Official Committee of Unsecured Creditors (the “UCC”), the Official Committee of Retirees (“OCR”), and Professionals continuing work on the PREPA case, the Fifteenth Interim Fee Period will remain four months long, from February 1-May 31, 2022.

<sup>2</sup> This deadline is 45 days after the U.S. Trustee’s August 15, 2022 deadline to review, comment informally on, or object to any professional’s PRRADA disclosures. Professionals who previously filed Fourteenth and Fifteenth Interim Fee Period Applications may receive letter reports and obtain court approval of their applications on the earlier of the dates listed below.

<sup>3</sup> See *Third Amended Order Setting Procedures for Interim and Final Compensation and Reimbursement of Expenses of Professionals* [Dkt. No. 20546].

## **Attachment 2**

**UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF PUERTO RICO**

**In re**

**THE FINANCIAL OVERSIGHT AND  
MANAGEMENT BOARD FOR PUERTO RICO,**

As a representative of

**THE COMMONWEALTH OF PUERTO RICO  
*et al.*,**

**Debtors.<sup>1</sup>**

) **PROMESA**

) **Title III**

) **No. 17 BK 3283-LTS**

) **(Jointly Administered)**

) **Re:** ECF Dkt. Nos. 9275, 17587, 17589,  
) 17591, 17594, 17596, 19689, 19690, 19692,  
) 19694, 19696, 21056, 20994, 21036, 21037,  
) 21517, 21519

) Case No. 17-3566 Dkt. Nos. 1194, 1294

) Case No. 17-3567 Dkt. No. 1056, 1120

) Case No. 17-4780 Dkt. No. 2573, 2678

) Case No. 19-5523 Dkt. No. 166, 267

**OMNIBUS ORDER AWARDING: INTERIM ALLOWANCE OF COMPENSATION  
FOR PROFESSIONAL SERVICES RENDERED AND REIMBURSEMENT OF  
EXPENSES FOR THE FIFTEENTH INTERIM (FEBRUARY 1, 2022 – MAY 31, 2022)  
AND PRIOR COMPENSATION PERIODS**

This matter coming before the Court on the interim fee applications (together Docket Entry Nos. 9275, 17587, 17589, 17591, 17594, 17596, 19689, 19690, 19692, 19694, 19696, 21056, 20994, 21036, 21037, 21517, 21519 [Case No. 17-3283], 1194, 1294 [Case No. 17-

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<sup>1</sup> The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the: (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); and, (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19-BK-5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).



3566], 1056, 1120 [Case No. 17-3567], 2573, 2678 [Case No. 17-4780], 166, 267 [Case No. 19-5523], the (“**Applications**”)), all as indicated as “Recommended for Approval” on the attached **Exhibit A**, pursuant to sections 316 and 317 of the Puerto Rico Oversight, Management, and Economic Stability Act (“PROMESA”), Pub. L. No. 114-187, §§ 316, 317, 130 Stat., 549, 584-85 (2016), and Rule 2016 of the Local Rules of Bankruptcy Practice and Procedure of the U.S. Bankruptcy Court for the District of Puerto Rico, for the interim allowance of certain fees, including all holdbacks and expenses incurred by the Applicants for the specific period of time set forth in each of the Applications (the “**Compensation Periods**”); filed in accordance with the *Order Setting Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Dkt. No. 1150] (the “**Interim Compensation Order**”); the *First Amended Order Setting Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Dkt. No. 1715] (the “**First Amended Interim Compensation Order**”); the *Second Amended Order Setting Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Dkt. No. 3269] (the “**Second Amended Interim Compensation Order**”); the *Third Amended Order Setting Procedures for Interim and Final Compensation and Reimbursement of Expenses of Professionals* [Dkt. No. 20546] (the “**Third Amended Interim Compensation Order**”); the *Order Pursuant to PROMESA Sections 316 and 317 and Bankruptcy Code Section 105(A) Appointing a Fee Examiner and Related Relief* [Dkt. No. 1416] (the “**Fee Examiner Order**”); and the *First Amended Order Pursuant to PROMESA Sections 316 and 317 and Bankruptcy Code Section 105(A) Appointing a Fee Examiner and Related Relief* [Dkt. No. 3324] (the “**First Amended Fee Examiner Order**”); and the Court having reviewed the Applications and/or the report filed by the Fee Examiner with respect to the Applications [see Dkt. No. \_\_\_\_]; and the Court finding that: (a) the Court has jurisdiction over

this matter pursuant to PROMESA section 306(a); and (b) notice of the Applications and the hearing thereon being adequate under the circumstances; and (c) all parties with notice of the Applications having been afforded the opportunity to be heard on the Applications;

IT IS HEREBY ORDERED THAT:

1. The Applications are GRANTED on an interim basis as set forth on the attached **Exhibit A**.

2. Each of the Applicants is allowed (a) interim compensation for services rendered during the Compensation Periods and (b) interim reimbursement for actual and necessary expenses incurred during the Compensation Periods, each in the respective and adjusted amounts set forth on the attached **Exhibit A**, including, except as otherwise indicated, any and all holdbacks.

3. To the extent not already paid pursuant to the Interim Compensation Order, the Debtors are hereby authorized and directed to pay each of the Applicants 100 percent of the fees and 100 percent of the expenses listed on **Exhibit A** under the columns “Interim Fees Recommended for Approval” and “Interim Expenses Recommended for Approval,” respectively, for services rendered and expenses incurred during the Compensation Periods.

4. Pursuant to the Fee Examiner’s report, the interim fee applications listed on **Exhibit B** and the final applications listed on **Exhibit C** and **Exhibit D** of the report [Docket Entry Nos. 640 [Case No. 17-3284] 724, 873, 967, 1048, 1186, 1208, 1263, 1343, 1345, 1347, 1355, 1357, 1358 [Case No. 17-3566] 657, 770, 920, 952, 1190, 1221, 1222, 1256, 1257, 1262 [Case No. 17-3567], 1137, 1604, 1786, 1788, 1970, 1977, 2175, 2343, 2377, 2487, 2488, 2564, 2592, 2650, 2658, 2814, 2816, 2844, 2845, 2880, 2881, 2883, 2891, 2915, 2916, 2926, 2929, 2952 [Case No. 17-4780], 8014, 8016, 8454, 9215, 9332, 9354, 9538, 9539, 12180, 12401,

12907, 13600, 13725, 14031, 14041, 14179, 14924, 15472, 15477, 15481, 15482, 15553, 15554, 15577, 16768, 16769, 16770, 16945, 17393, 17447, 17740, 17831, 18095, 18127, 18168, 19189, 19272, 19273, 19274, 19275, 19321, 19412, 19494, 19634, 19805, 20892, 20904, 20997, 20990, 20992, 20999, 21017, 21019, 21021, 21025, 21038, 21039, 21042, 21044, 21098, 21103, 21125, 21181, 21182, 21210, 21343, 21401, 21402, 21404, 21431, 21442, 21446, 21447, 21453, 21454, 21457, 21458, 21497, 21499, 21500, 21501, 21514, 21516, 21518, 21520, 21540, 21546, 21718, 21719, 21727, 21728, 21729, 21828, 21829, 21830, 21847, 21870, 21871, 21872, 21873, 21898, 21935, 21936, 21992, 21997, 22153, 22169 [Case No. 17-3283], 311, 313, 324 [Case No. 19-5523] remain adjourned for consideration at a later hearing date.

5. This Order resolves Docket Entry Nos. 9275, 17587, 17589, 17591, 17594, 17596, 19689, 19690, 19692, 19694, 19696, 21056, 20994, 21036, 21037, 21517, 21519 [Case No. 17-3283], 1194, 1294 [Case No. 17-3566], 1056, 1120 [Case No. 17-3567], 2573, 2678 [Case No. 17-4780], 166, 267 [Case No. 19-5523].

SO ORDERED.

Dated: September \_\_\_\_, 2022

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LAURA TAYLOR SWAIN  
United States District Judge

27874460.1

In re: The Financial Oversight and Management Board for Puerto Rico, as a representative of  
The Commonwealth of Puerto Rico, et al.  
PROMESA Title III No. 17 BK 3283-LTS

**Fifth - Fifteenth Recommended Fee Period Applications:**

|   | Applicant  | Compensation Period    | Interim Fees Requested | Fee Examiner's Recommended Fee Adjustments | Interim Expenses Requested | Fee Examiner's Recommended Expense Adjustments |       | Interim Fees Recommended for Approval | Interim Expenses Recommended for Approval |
|---|--|------------------------|------------------------|--|----------------------------|--|-------|---------------------------------------|---|
| <b>Fifth Interim Fee Period (October 1, 2018 - January 31, 2019)</b>      |  |                        |                        |  |                            |  |       |                                       |   |
|   | <i>Debtors' Consultant</i>   |                        |                        |  |                            |  |       |                                       |   |
| 1   | Deloitte Consulting LLP [Dkt. No. 9275]  | 10/01/2018 - 1/31/2019 | \$ 1,757,608.44        | \$ 101,942.58                              | \$ 304,050.65              | \$ 40,722.87                                   |       | \$ 1,655,665.86                       | \$ 263,327.78                             |
| <b>Eleventh Interim Fee Period (October 1, 2020 - January 31, 2021)</b>   |  |                        |                        |  |                            |  |       |                                       |   |
|   | <i>Counsel to Debtors - Commonwealth</i>                                       |                        |                        |  |                            |  |       |                                       |   |
| 2-a   | Proskauer Rose LLP [Dkt. No. 17587]  | 10/1/2020 - 1/31/2021  | \$ 11,164,006.40       | \$ -                                       | \$ 438,081.14              | \$ 984.22                                      | FN1,2 | \$ 11,164,006.40                      | \$ 437,096.92                             |
|   | <i>Counsel to Debtors - ERS</i>  |                        |                        |  |                            |  |       |                                       |   |
| 2-b   | Proskauer Rose LLP [Dkt. No. 17589 and 17-3566 Dkt. No. 1194]                  | 10/1/2020 - 1/31/2021  | \$ 1,308,558.00        | \$ -                                       | \$ 141,875.63              | \$ -   | FN1,2 | \$ 1,308,558.00                       | \$ 141,875.63                             |
|   | <i>Counsel to Debtors - HTA</i>  |                        |                        |  |                            |  |       |                                       |   |
| 2-c   | Proskauer Rose LLP [Dkt. No. 17591 and 17-3567 Dkt. No. 1056]                  | 10/1/2020 - 1/31/2021  | \$ 1,790,417.60        | \$ -                                       | \$ 78,072.78               | \$ 238.00                                      | FN1,2 | \$ 1,790,417.60                       | \$ 77,834.78                              |
|   | <i>Counsel to Debtors - PBA</i>  |                        |                        |  |                            |  |       |                                       |   |
| 2-d   | Proskauer Rose LLP [Dkt. No. 17596 and 19-5523 Dkt. No. 166]                   | 10/1/2020 - 1/31/2021  | \$ 12,769.50           | \$ -                                       | \$ 344.00                  | \$ -   | FN1,2 | \$ 12,769.50                          | \$ 344.00                                 |
|   | <i>Counsel to Debtors - PREPA</i>  |                        |                        |  |                            |  |       |                                       |   |
| 2-e   | Proskauer Rose LLP [Dkt. No. 17594 and 17-4780 Dkt. No. 2573]                  | 10/1/2020 - 1/31/2021  | \$ 3,859,914.50        | \$ -                                       | \$ 129,277.60              | \$ -   | FN1,2 | \$ 3,859,914.50                       | \$ 129,277.60                             |
| <b>Twelfth Interim Fee Period (February 1, 2021 - May 31, 2021)</b>       |  |                        |                        |  |                            |  |       |                                       |   |
|   | <i>Counsel to Debtors - Commonwealth</i>                                       |                        |                        |  |                            |  |       |                                       |   |
| 3-a   | Proskauer Rose LLP [Dkt. No. 19689]  | 2/1/2021 - 5/31/2021   | \$ 17,771,894.20       | \$ -                                       | \$ 972,661.56              | \$ 581.06                                      | FN1,2 | \$ 17,771,894.20                      | \$ 972,080.50                             |
|   | <i>Counsel to Debtors - ERS</i>  |                        |                        |  |                            |  |       |                                       |   |
| 3-b   | Proskauer Rose LLP [Dkt. No. 19696 and 17-3566 Dkt. No. 1294]                  | 2/1/2021 - 5/31/2021   | \$ 412,901.90          | \$ -                                       | \$ 25,150.15               | \$ -   | FN1,2 | \$ 412,901.90                         | \$ 25,150.15                              |
|   | <i>Counsel to Debtors - HTA</i>  |                        |                        |  |                            |  |       |                                       |   |
| 3-c   | Proskauer Rose LLP [Dkt. No. 19694 and 17-3567 Dkt. No. 1120]                  | 2/1/2021 - 5/31/2021   | \$ 1,189,185.20        | \$ -                                       | \$ 39,430.16               | \$ 361.35                                      | FN1,2 | \$ 1,189,185.20                       | \$ 39,068.81                              |
|   | <i>Counsel to Debtors - PBA</i>  |                        |                        |  |                            |  |       |                                       |   |
| 3-d   | Proskauer Rose LLP [Dkt. No. 19692 and 19-5523 Dkt. No. 267]                   | 2/1/2021 - 5/31/2021   | \$ 29,993.10           | \$ -                                       | \$ -                       | \$ -   | FN1,2 | \$ 29,993.10                          | \$ -                                      |
|   | <i>Counsel to Debtors - PREPA</i>  |                        |                        |  |                            |  |       |                                       |   |
| 3-e   | Proskauer Rose LLP [Dkt. No. 19690 and 17-4780 Dkt. No. 2678]                  | 2/1/2021 - 5/31/2021   | \$ 5,901,381.30        | \$ -                                       | \$ 184,992.83              | \$ 667.19                                      | FN1,2 | \$ 5,901,381.30                       | \$ 184,325.64                             |
| <b>Fourteenth Interim Fee Period (October 1, 2021 - January 31, 2022)</b> |  |                        |                        |  |                            |  |       |                                       |   |
|   | <i>Puerto Rico Counsel to Official Committee of Unsecured Creditors</i>        |                        |                        |  |                            |  |       |                                       |   |
| 3   | Casillas, Santiago & Torres, LLC [Dkt. No. 21056]                              | 10/1/2021 - 1/31/2022  | \$ 242,264.00          | \$ 40.00                                   | \$ 4,520.01                | \$ -   |       | \$ 242,224.00                         | \$ 4,520.01                               |
|   | <i>Communications Advisor to the Official Committee of Unsecured Creditors</i> |                        |                        |  |                            |  |       |                                       |   |
| 4   | Kroma Advertising, Inc. [Dkt. No. 21036]                                       | 9/16/2021 - 1/15/2022  | \$ 20,000.00           | \$ -                                       | \$ -                       | \$ -   |       | \$ 20,000.00                          | \$ -                                      |
|   | <i>Information Agent to the Official Committee of Retired Employees</i>        |                        |                        |  |                            |  |       |                                       |   |
| 5   | Marchand ICS Group [Dkt. No. 20994]  | 10/1/2021 - 1/31/2022  | \$ 100,466.00          | \$ -                                       | \$ 8,820.82                | \$ -   |       | \$ 100,466.00                         | \$ 8,820.82                               |
|   | <i>Financial Advisor to the Official Committee of Unsecured Creditors</i>      |                        |                        |  |                            |  |       |                                       |   |
| 6   | Zolfo Cooper, LLC [Dkt. No. 21037]   | 10/1/2021 - 1/31/2022  | \$ 596,075.50          | \$ 282.03                                  | \$ -                       | \$ -   | FN3   | \$ 595,793.47                         | \$ -                                      |
| <b>Fifteenth Interim Fee Period (February 1, 2022 - May 31, 2022)</b>     |  |                        |                        |  |                            |  |       |                                       |   |
|   | <i>Member of the Official Committee of Unsecured Creditors</i>                 |                        |                        |  |                            |  |       |                                       |   |
| 7   | M Solar Generating, LLC [Dkt. No. 21519]                                       | 5/1/2022 - 5/31/2022   | \$ -                   | \$ -                                       | \$ 1,556.60                | \$ -   |       | \$ -                                  | \$ 1,556.60                               |
|   | <i>Financial Advisor to the Official Committee of Unsecured Creditors</i>      |                        |                        |  |                            |  |       |                                       |   |
| 8   | Zolfo Cooper, LLC [Dkt. No. 21517]   | 2/1/2022 - 5/31/2022   | \$ 380,381.50          | \$ 63.24                                   | \$ -                       | \$ -   | FN3   | \$ 380,318.26                         | \$ -                                      |

**FN1** – Proskauer Rose LLP's eleventh interim applications all report—but do not request payment of—compensation constituting incremental fee amounts accrued during 2020 attributable to the firm's actual contractual entitlement to an annual rate increase (the "2020 Incremental Fees"). As part of a general compromise, not dependent on item-by-item adjustments, the professional has waived all rights with respect to the 2020 Incremental Fees incurred during the eleventh interim fee period (from October through December 2020), reported as totaling \$1,125,937.10. The Fee Examiner reserves his rights to recommend further adjustments to compensation requested in the final fee applications.

**FN2** - The Fee Examiner reserves his rights with respect to \$851,622.00 of vendor-provided electronic research charges. The professional retains all its rights in respect of its final fee application.

**FN3** - The Fee Examiner recommends that the foregoing stipulated fee reductions be included with the agreed overall 20 percent reduction in total fees sought by Zolfo Cooper, LLC as part of its final fee application, which fee application is subject to Court approval.